

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

AMPAL-AMERICAN ISRAEL CORP.,

Debtor.

Chapter 11

Case No. 12-13689 (SMB)

**ORDER TERMINATING THE DEBTOR'S
EXCLUSIVITY PERIOD PURSUANT TO 11 U.S.C. § 1121(d)(1)**

Upon consideration of the motion (the "Motion")¹ of the Official Committee of Unsecured Creditors (the "Committee") of Ampal-American Israel Corp. (the "Debtor"), for an order (i) terminating the Debtor's exclusive period to file and solicit votes for a plan in the above-captioned Chapter 11 case pursuant to Section 1121(d)(1) of the Bankruptcy Code or, alternatively (ii) appointing a trustee pursuant to Section 1104(a) of the Bankruptcy Code; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to (i) attorneys for the Debtor, Bryan Cave LLP (Attn: Michelle McMahon, Esq.), (ii) the Office of the United States Trustee for the Southern District of New York (Attn: Andrew D. Velez-Rivera), and (iii) all parties who have requested notices in this Chapter 11 case pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure; and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and the appearances of all interested parties having been noted in the

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

record of the Hearing (the "Record"); and the Record reflecting that the Debtor has withdrawn its opposition to the Motion to the extent the Motion seeks to terminate exclusivity to file and seek confirmation of a plan of reorganization; and upon due deliberation and sufficient cause appearing therefor; it is hereby

ORDERED that the Motion is granted in part as set forth herein; and it is further

ORDERED that, pursuant to 11 U.S.C. § 1121(d), the period during which the Debtor has the exclusive right to file and solicit acceptances of a plan is hereby terminated so as to permit the Committee to file and seek confirmation of a plan; and it is further

ORDERED that the Court shall retain exclusive jurisdiction over the implementation of this Order.

Dated: January 4, 2013
New York, New York

/s/ Stuart M. Bernstein
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE